

Anti-Bribery, Gifts and Anti-Corruption Policy

Kovon Global Private Limited | Level 1 Board Policy

Policy owner	CEO
Operational support	Finance and Head of People
Approving authority	Board of Directors
Effective date	1 April 2026
Version	1.0
Review frequency	Annual, or earlier after a material incident, audit finding, legal change, partner change or Board direction
Primary jurisdiction	Bengaluru, India
Reporting contact	ethics@kovon.io
Applies to	Employees, interns, consultants, contractors, agency workers, directors, officers, vendors, agents, referral partners, placement partners and other persons acting for Kovon
Related policies	Corporate Policy Governance Framework; Code of Conduct and Ethics Policy; Whistleblower and Non-Retaliation Policy; Travel and Expense Policy once adopted

Zero-tolerance standard

Kovon prohibits bribery, corruption, facilitation payments, improper candidate payments, secret commissions, kickbacks and falsified records. No business target, hiring target, visa timeline or client relationship justifies improper payments or benefits.

1. Purpose

Kovon Global Private Limited ("Kovon" or the "Company") adopts this policy to prevent bribery, corruption, improper payments, secret commissions and unethical business conduct in its recruitment, employment, global mobility, client, vendor, partner and government-facing activities.

This policy is designed to protect candidates, clients, workers, vendors and Kovon from corruption risk, legal exposure, reputational harm and unfair business practices.

2. Scope

This policy applies to employees, interns, consultants, contractors, agency workers, directors, officers, vendors, agents, referral partners, placement partners, commission-based business development partners and any person acting for or representing Kovon.

The policy applies to dealings with candidates, employers, clients, vendors, immigration advisors, global mobility partners, labour authorities, tax officials, local authorities, public-sector employers, government-linked entities and any other business or government counterparty.

3. Core Prohibitions

Covered persons must not directly or indirectly offer, promise, give, request, agree to receive or accept anything of value to improperly influence a decision, obtain or retain business, secure a recruitment outcome, speed up a process, avoid a duty or gain an unfair advantage.

Prohibited conduct includes:

1. bribes, kickbacks, secret commissions, side payments or improper referral payments;
2. cash, cash equivalents, gift cards, vouchers, personal loans or personal financial favours;
3. facilitation payments or speed money to expedite government, visa, labour, tax or administrative processes;
4. payments or benefits to influence candidate selection, placement, interview outcomes, visa handling or client decisions;
5. false invoices, inflated expenses, backdated approvals, concealed commissions or off-book arrangements;
6. using vendors, consultants, partners, relatives or intermediaries to do indirectly what Kovon prohibits directly;
7. retaliation against a person who refuses improper conduct or reports a concern.

4. Candidate Payment Protection

Kovon strongly prohibits employees, agents, referral partners, placement partners, vendors or anyone acting for Kovon from requesting or accepting personal payments from candidates.

Prohibited candidate payments include:

8. personal payments, referral fees, fast-track fees or job-placement fees;
9. visa-processing side payments, cash commissions or informal service fees;
10. payments for interview scheduling, shortlisting, offer processing, document handling or priority support;
11. payments to influence assessment, background verification, client presentation or hiring outcome;

12. payments routed through relatives, agents, vendors, personal accounts, wallets or cash channels.

Any authorised fee, charge or reimbursement involving a candidate must be lawful, transparent, documented, approved by Kovon and paid only through official company-approved channels.

5. Government Officials and Public-Sector Dealings

Kovon may interact with immigration officers, labour authorities, tax officials, local authorities, public-sector employers or government-linked entities. Such interactions carry heightened corruption risk and must be handled with strict care.

Covered persons must not offer gifts, hospitality, payments, donations, favours, employment opportunities, candidate benefits, travel, entertainment or anything of value to a government official or public-sector representative to influence official action or obtain an advantage.

Government interactions involving payments, hospitality, document submissions, inspections, permits, visas, labour matters, tax matters or public-sector procurement must be escalated to the CEO or designated reviewer before any non-routine action is taken.

6. Facilitation Payments

Facilitation payments, speed money or unofficial payments to secure or accelerate routine government or administrative action are prohibited, regardless of local custom, urgency, amount or business impact.

If a covered person believes a payment is demanded under threat to personal safety, they should prioritise safety, make the minimum necessary response, and report the matter to ethics@kovon.io and the CEO as soon as possible.

7. Gifts and Hospitality

Gifts and hospitality must be modest, infrequent, lawful, transparent, accurately recorded and never intended to improperly influence a business, hiring, vendor, candidate, government or partner decision.

Item	Rule
Cash and cash equivalents	Always prohibited, including gift cards, vouchers, loans, wallet transfers and personal reimbursements.
Nominal gifts up to INR 2,500	May be accepted or offered if infrequent, lawful, transparent, not linked to a decision and not involving a government official.
Gifts above INR 2,500	Require prior CEO approval and Finance recordkeeping.
Business meals / events	Allowed if reasonable, legitimate, proportionate and not intended to influence a decision.

Travel, accommodation, entertainment or hospitality	Requires prior approval when offered to or received from clients, vendors, partners or other business counterparties.
Government officials	No gifts, hospitality, travel, entertainment or benefits without prior CEO review and legal/compliance assessment.

8. Charitable Donations, Sponsorships and Political Activity

Charitable donations and sponsorships require CEO approval and Finance recordkeeping. They must be lawful, transparent, documented, paid through approved channels and not used to influence a client, vendor, government official, candidate, placement partner or business decision.

Political donations, political sponsorships, political fundraising, campaign support or use of Kovon resources for political purposes are prohibited unless approved in advance by the Board of Directors.

9. Referral Partners, Placement Partners, Agents and Commissions

Kovon may work with referral partners, placement partners, agents and commission-based business development partners only where appropriate controls are in place.

13. conduct risk-based due diligence before engagement;
14. use a written agreement describing services, territory, fees, anti-bribery obligations, audit rights and termination rights;
15. pay only through approved banking channels against valid invoice and documented services;
16. prohibit cash commissions, side letters, undisclosed referral fees and payments to personal accounts unless approved and legally justified;
17. monitor unusual commissions, vague services, government links, candidate-payment complaints or pressure for urgent payments;
18. terminate or suspend partners who request improper payments, exploit candidates, conceal fees or refuse compliance controls.

10. Travel, Expenses and Business Hospitality

Reasonable business meals and events may be allowed when they have a legitimate business purpose and are proportionate to the relationship and context. Travel, accommodation, entertainment or hospitality offered to or received from clients, vendors, partners, referral sources or public-sector contacts requires approval under this policy and Finance controls.

Expenses must not be split, mislabelled, backdated, routed through personal accounts or disguised to avoid approval thresholds.

11. Books, Records and Finance Controls

Finance owns expense documentation, approvals and audit trail for gifts, hospitality, travel, donations, sponsorships, commissions, vendor payments and reimbursements.

All payments and benefits must be accurately recorded. False, misleading, incomplete, duplicate, inflated, vague or off-book records are prohibited.

Finance may reject or escalate expenses, invoices or reimbursements that lack business purpose, approval, supporting documents, recipient details, tax documentation or anti-bribery clarity.

12. Approval Matrix

Activity	Minimum approval / control
Nominal gifts up to INR 2,500	Allowed if lawful, infrequent, transparent and not connected to a decision; record where required by Finance.
Gifts above INR 2,500	Prior CEO approval and Finance recordkeeping.
Cash / cash equivalent gifts	Prohibited.
Business meals / events	Manager or functional-head approval where required; must be reasonable and documented.
Travel, accommodation, entertainment or hospitality	Prior CEO or delegated approval and Finance recordkeeping.
Charitable donations / sponsorships	CEO approval and Finance recordkeeping.
Political contributions / sponsorships	Board approval required; otherwise prohibited.
Third-party agents / referral partners / placement partners	Due diligence, written agreement, invoice/payment trail and no cash commissions.
Candidate payment exceptions	No personal or side payments permitted. Any authorised candidate fee must be lawful, transparent, documented and paid through approved channels.
Government interactions	CEO review for non-routine payments, hospitality, document facilitation, inspections, permits, visas, labour, tax or public-sector matters.

13. Red Flags

Covered persons must escalate red flags before proceeding. Examples include:

19. candidate says someone asked for cash, wallet transfer or personal payment;
20. partner refuses written agreement, invoice, bank transfer or due diligence;
21. request to pay a third party, relative, personal account or offshore account without clear justification;
22. vague consulting, success, facilitation, processing or service fees;
23. government official or intermediary asks for unofficial payment or gift;
24. urgent payment request without documents or approval;
25. commission is unusually high, split, hidden or poorly documented;
26. vendor or partner has family or undisclosed relationship with Kovon personnel or public officials;
27. request to alter documents, backdate approvals, misdescribe expense purpose or avoid Finance review.

14. Reporting Concerns

Concerns, suspected violations, red flags or requests for improper payments must be reported promptly to ethics@kovon.io, the CEO, Head of People, Finance or another appropriate channel under the Whistleblower and Non-Retaliation Policy.

Kovon prohibits retaliation against any person who refuses to participate in improper conduct or raises a concern in good faith.

15. Training

Annual anti-bribery and anti-corruption training is mandatory for recruitment, sales, finance, HR, global mobility, leadership and vendor-facing teams. Additional training may be required for employees or partners involved in government interactions, candidate payments, commissions, overseas employer relationships or high-risk markets.

16. Third-Party Communication

Kovon may require vendors, agents, referral partners, placement partners, consultants, global mobility partners and commission-based partners to acknowledge anti-bribery obligations in writing. Contracts should permit suspension or termination for corruption risk, candidate exploitation, improper payments or refusal to cooperate with reviews.

17. Investigations and Cooperation

Kovon may review or investigate suspected breaches. Covered persons must cooperate honestly, preserve records and maintain confidentiality. Interference, document destruction, witness coaching, intimidation or false statements may lead to disciplinary or contractual action.

18. Consequences

Breaches of this policy may result in training, warning, access restriction, repayment or recovery where legally permitted, termination of employment or engagement, vendor termination, client or partner action, reporting to authorities, civil proceedings or criminal complaint depending on severity and applicable law.

19. Exceptions

Exceptions to this policy must be approved under the Corporate Policy Governance Framework. No exception may permit bribery, facilitation payments, secret commissions, candidate side payments, falsified records, undisclosed conflicts, unlawful political contributions or retaliation.

20. Review and Amendment

This policy will be reviewed annually by the CEO with Finance and Head of People support and submitted to the Board of Directors for approval of material changes. Earlier review may be triggered by legal change, incident, audit finding, partner risk or Board direction.

Appendix A: Decision Test

28. Would this payment, gift or benefit look appropriate if reviewed by the Board, a regulator, a client, a candidate or Finance?
29. Is there a legitimate business purpose and accurate documentation?
30. Could this influence or appear to influence a hiring, visa, vendor, government, client or candidate decision?
31. Is the recipient a government official, public-sector contact, candidate, vendor, referral partner or related party?
32. Is anyone asking for cash, secrecy, urgency, a personal account or false description?
33. Have required approvals and Finance records been completed before acting?

Appendix B: Acknowledgement

I acknowledge that I have received or been given access to Kovon's Anti-Bribery, Gifts and Anti-Corruption Policy. I understand that bribery, facilitation payments, improper candidate payments, cash gifts, secret commissions and falsified records are prohibited, and that I must report concerns promptly.

Name	
Role / engagement type	
Department / function	
Signature / electronic acknowledgement	
Date	